

**AMENDMENT NO. 3
CONTRACT NO. 455-19-9003
FOR
INSPECTION ENFORCEMENT TRACKING AND REPORTING SYSTEM
BETWEEN
THE RAILROAD COMMISSION OF TEXAS AND
SENSE CORP**

THIS AMENDMENT NO. 3 to Contract No. 455-19-9003 (“Contract”) is entered into by and between the State of Texas acting through the Railroad Commission of Texas (“RRC”), located at 1701 N. Congress Ave., Austin, Texas and Sense Corp (“Vendor”), located at 2500 Bee Caves Road, Building Two, Suite 220, Austin, Texas (individually “Party”; collectively, “Parties”).

WHEREAS, SECTION 7.08 of the Contract provides the Parties may amend the Contract through written agreement; and

WHEREAS, on October 18, 2019, the Parties executed Amendment No. 1 to the Contract to modify section 1.01., SERVICES REQUIRED., subparagraph a., to include necessary wording, to modify section 3.01. CONTRACT LIMIT, FEES AND EXPENSES., changing the not-to-exceed total amount of the Contract through the total Contract Term from FOUR MILLION EIGHT HUNDRED FORTY-SEVEN THOUSAND TWO HUNDRED EIGHTY-TWO DOLLARS AND ZERO CENTS (\$4,847,282.00) to FIVE MILLION THREE HUNDRED THIRTEEN THOUSAND SIX HUNDRED SEVENTY-NINE DOLLARS AND ZERO CENTS (\$5,313,679.00), and memorializing RRC’s acceptance of Vendor’s proposed approach to Phase 2 of the Project and Vendor’s revised terms and assumptions included as Attachment 1 to Amendment No. 1 to the Contract; and

WHEREAS, upon completion by Vendor and acceptance by RRC of Phase 1 deliverables, Vendor submitted to RRC a written request for release of retainage withheld from Payment of Phase 1 deliverables; and

WHEREAS, RRC considered Vendor’s request for release of retainage withheld from payment of Phase 1 deliverables and deemed the Vendor’s request was fair and reasonable; and

WHEREAS, RRC reviewed the Contract terms and conditions and identified no provision that permitted RRC to release any retainage prior to Vendor’s completion of all work in all phases of the Contract; therefore, an amendment to the Contract would be necessary to contractually enable RRC to fulfill Vendor’s request; and

WHEREAS, on December 16, 2019, the Parties executed Amendment 2 to the Contract to add subsection 7.09; RELEASE OF RETAINAGE; to allow RRC, at RRC’s sole discretion, to release retainage withheld prior to the completion of the Contract for individual, fully complete and accepted Phase prior to completion of any subsequent phases; and

WHEREAS, the Parties desire to further amend the Contract terms to their mutual benefit to reflect the changed circumstances.

NOW, THEREFORE, the Parties agree to amend the Contract as follows:

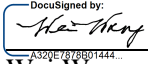
I. SECTION III. CONSIDERATION AND SERVICES . The following subsection is added:

3.04 PAYMENTS TO VENDOR., subparagraph c. The provision within the RFO at section 4.2.20 Payment to Contract shall be revised to temporarily waive the requirement for a Notarized Progress Payment Affidavit due to the Texas State of Disaster Declaration, and any subsequent Declarations related to the COVID-19 pandemic, effective March 13, 2020. This waiver is in effect as of the date of the Governor’s Declaration, and shall remain in effect until the Texas State Disaster Declaration is lifted or until it is mutually agreed reasonable to obtain Notarized Progress Payment Affidavits again.

Except as expressly amended above, all provisions of the Contract, as amended through Amendment No.2, remain in full force and effect. In the event of a conflict among provisions of the Contract, the order of precedence shall be: this Amendment No. 3; then Amendment No. 2; then Amendment No. 1; and then the original Contract in accordance with section **1.03. ORDER OF PRECEDENCE.**, therein.

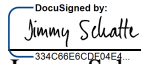
IN WITNESS WHEREOF, the Parties hereto have made and executed this Amendment No. 3 to the Contract to be effective as of the date of the last Party's signature hereto. By signatures below, each signatory represents and warrants that they have the authority to amend the Contract on behalf of the respective Party.

RAILROAD COMMISSION OF TEXAS

By: 
 Wei Wang,
 Executive Director


Date of Execution: 3/25/2020

SENSE CORP


By: 
 James Schatte
 Senior Vice-President, Public Sector

Date of Execution: 3/25/2020

RRC use only below this line.

Div. Director:  3/24/2020

CM COO:  3/25/2020

OGC:  3/25/2020 (Approved as to form only)